

LYLE S. HOSODA & ASSOCIATES, LLC
LYLE S. HOSODA 3964-0
RAINA P.B. GUSHIKEN 7329-0
345 Queen Street, Suite 804
Honolulu, Hawaii 96813
Telephone: (808) 524-3700
Facsimile: (808) 524-3838
E-mail: lish@hosodalaw.com

KIRKLAND & ELLIS, LLP
MICHAEL E. BAUMANN (S.B.N. 145830)
ERIN N. BRADY (S.B.N. 215038)
777 South Figueroa Street
Los Angeles, California 90017
Telephone: (213) 680-8400
Facsimile: (213) 680-8500
E-mail: ebrady@kirkland.com

Attorneys for Defendants

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF HAWAII

WAYNE BERRY,	)	CIVIL NO. 07-00172 JMS LEK
)	
Plaintiff,	)	DEFENDANT DEUTSCHE BANK
	)	TRUST COMPANY AMERICAS
vs.	)	(FKA BANKERS TRUST
	)	COMPANY) AND JP MORGAN
DEUTSCHE BANK TRUST	)	CHASE BANK IN THEIR
COMPANY AMERICAS (FKA	)	SEPARATE CAPACITIES AND AS
BANKERS TRUST COMPANY)	)	AGENTS FOR THE PRE AND
AND JP MORGAN CHASE BANK	)	POST-PETITION LENDERS OF
IN THEIR SEPARATE CAPACITIES	)	FLEMING COMPANIES, INC.'S
AND AS AGENTS FOR THE PRE	)	APPLICATION TO ADMIT
AND POST-PETITION LENDERS	)	ANDREW P. DENATALE, ESQ.,
OF FLEMING COMPANIES, INC.;)	
DOES 1 TO 200,)	

Defendants.) **JONATHAN E. MOSKIN, ESQ.**
) **AND F. WADE ACKERMAN, ESQ.**
) **PRO HAC VICE; DECLARATION**
) **OF LYLE S. HOSODA;**
) **DECLARATION OF ANDREW P.**
) **DENATALE; DECLARATION OF**
) **JONATHAN E. MOSKIN;**
) **DECLARATION OF F. WADE**
) **ACKERMAN; ORDER**
) **GRANTING APPLICATION FOR**
) **PRO HAC VICE ADMISSION OF**
) **ANDREW P. DENATALE,**
) **JONATHAN E. MOSKIN, AND F.**
) **WADE ACKERMAN**
)
)

**DEFENDANT DEUTSCHE BANK TRUST COMPANY AMERICAS
(FKA BANKERS TRUST COMPANY) AND JP MORGAN CHASE BANK
IN THEIR SEPARATE CAPACITIES AND AS AGENTS FOR THE PRE
AND POST-PETITION LENDERS OF FLEMING COMPANIES, INC.'S
APPLICATION TO ADMIT ANDREW P. DENATALE, ESQ., JONATHAN
E. MOSKIN, ESQ., AND F. WADE ACKERMAN, ESQ. PRO HAC VICE**

Defendants DEUTSCHE BANK TRUST COMPANY AMERICAS
(FKA BANKERS TRUST COMPANY) and JP MORGAN CHASE BANK in
their separate capacities and as agents for the pre and post-petition lenders of
Fleming Companies, Inc. (collectively "Defendants"), by and through their
undersigned attorneys, hereby respectfully apply to this Court for the admission of
Andrew P. DeNatale, Esq. and Jonathan E. Moskin, Esq. of the law firm of White
& Case, LLP and F. Wade Ackerman, Esq. of the law firm of Kirkland & Ellis,

LLP, to practice *pro hac vice* as co-counsel with the undersigned counsel in this matter.

This application is brought pursuant to LR 83.1(e) and LR 83.3 of the Local Rules of Practice for the United States District Court for the District of Hawaii, and is supported by the Declarations of Lyle S. Hosoda, Andrew P. DeNatale, Jonathan E. Moskin, and F. Wade Ackerman, which are attached hereto and incorporated herein by reference.

DATED: Honolulu, Hawaii, June 7, 2007.

/s/ Lyle S. Hosoda
LYLE S. HOSODA & ASSOCIATES, LLC
Lyle S. Hosoda
Raina P.B. Gushiken
345 Queen Street, Suite 804
Honolulu, Hawaii 96813
Telephone: (808) 524-3700
Facsimile: (808) 524-3838
and
KIRKLAND & ELLIS, LLP
Michael E. Baumann (S.B.N. 145830)
Erin N. Brady (S.B.N. 215038)
777 South Figueroa Street
Los Angeles, California 90017
Telephone: (213) 680-8400
Facsimile: (213) 680-8500

Attorneys for Defendants